#### AECOM TECHNOLOGY CORP

Form 4

December 10, 2008

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

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Check this box if no longer

subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Dionisio John M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

AECOM TECHNOLOGY CORP

[ACM]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 12/08/2008

\_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify below)

C/O AECOM TECHNOLOGY CORPORATION, 555 S. FLOWER STREET, SUITE 3700

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

President & CEO

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

LOS ANGELES, CA 90071

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acqui			ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	12/08/2008		S(1)	1,200	D	\$ 30.1225	260,502	D	
Common Stock	12/08/2008		S(1)	300	D	\$ 30.1	260,202	D	
Common Stock	12/08/2008		S(1)	3,744	D	\$ 30.095	256,458	D	
Common Stock	12/08/2008		S <u>(1)</u>	200	D	\$ 30.085	256,258	D	
	12/08/2008		S(1)	800	D	\$ 30.08	255,458	D	

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Common Stock									
Common Stock	12/08/2008	S(1)	1,500	D	\$ 30.065	253,958	D		
Common Stock	12/08/2008	S <u>(1)</u>	18,543	D	\$ 30.05	235,415	D		
Common Stock	12/08/2008	S <u>(1)</u>	57	D	\$ 30.045	235,358	D		
Common Stock	12/08/2008	S(1)	800	D	\$ 30.04	234,558	D		
Common Stock	12/08/2008	S(1)	999	D	\$ 30.03	233,559	D		
Common Stock	12/08/2008	S(1)	43	D	\$ 30.01	233,516	D		
Common Stock	12/08/2008	S(1)	1,814	D	\$ 30	231,702	D		
Common Stock						86,472.906	I	by Fidelity Management Trust Company under AECOM Retirement & Savings Plan (RSP)	
Reminder: Re	Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.								
			info requ disp	rmati ıired	on containe to respond	nd to the collect ed in this form unless the for valid OMB col	are not m	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 3)		2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		4. Transacti Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	5		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

					Shares
Restricted Stock Unit	<u>(2)</u>	<u>(3)</u>	<u>(3)</u>	Common Stock	33,417
Common Stock Unit	<u>(4)</u>	<u>(4)</u>	<u>(4)</u>	Common Stock	278,403.64
Employee Stock Option	\$ 7.84	12/31/2005	11/21/2009	Common Stock	50,000
Employee Stock Option	\$ 9.755	09/30/2006	11/20/2010	Common Stock	100,000
Employee Stock Option	\$ 10.39	09/30/2006	12/02/2011	Common Stock	100,000
Employee Stock Option	\$ 23.94	<u>(5)</u>	12/01/2015	Common Stock	98,281

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>Fg</b>	Director	10% Owner	Officer	Other			
Dionisio John M C/O AECOM TECHNOLOGY CORPORATION 555 S. FLOWER STREET, SUITE 3700 LOS ANGELES, CA 90071	X		President & CEO				

# **Signatures**

/s/ David Y. Gan, Attorney-in-Fact for John M.
Dionisio 12/10/2008

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sales in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted on February 15, 2008.
- (2) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (3) The restricted stock units vest in December 2011.
- (4) Each common stock unit is the economic equivalent of one share of AECOM common stock.
- (5) The option vests in three equal annual installments beginning on December 1, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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